

Universus Photo Imagings Limited

(Formally known as JINDAL PHOTO IMAGING LIMITED)

CIN: L22222UP2011PLC103611

Corp. Off.: Plot No. 12 , Sector-B-1, Local Shopping Complex , Vasant Kunj, New Delhi-110070.

Tel: 91-11-40322100 Fax: 91-11-40322129

Website: www.universusphotoimagings.com

UPIL/DE-PT/SE/2021-22

Dated: 01st October 2021

The Manager, Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex Bandra (E)
MUMBAI - 400 051
Scrip Code: NSE: UNIVPHOTO

The Manager Listing
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400 001
Scrip Code: BSE:542933

Subject: Intimation under Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Please find enclosed herewith following documents:

1. Voting results of 10th Annual General Meeting as required under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.
3. Proceedings of the 10th Annual General Meeting AGM of UNIVERSUS PHOTO IMAGINGS LIMITED held on Thursday, 30th September 2021 at 04:30 P.M.

This is for your information and records.

Thanking you.

Yours Sincerely,

For **UNIVERSUS PHOTO IMAGINGS LIMITED**

Suresh Kumar

Suresh Kumar
Company Secretary
ACS: 41503



	UNIVERSUS PHOTO IMAGINGS LIMITED
Date of the AGM/EGM	30-09-2021
Total number of shareholders on record date	33023
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	58

Resolution No.	1									
	ORDINARY - To receive, consider and adopt_ a)The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021 and the Statement of Profit Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon and b)The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 including the Audited Consolidated Balance Sheet as at March 31, 2021 and the Consolidated Statement of Profit Loss for the year ended on that date together with the Reports of the Auditors thereon.									
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,60,271	78,28,032	95.9286	78,28,032	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,28,032	95.9286	78,28,032	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	250	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	27,86,083	2,56,566	9.2088	2,56,555	11	99.9957	0.0042	0	0
	Poll		212	0.0076	192	20	90.5660	9.4339	0	12
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,56,778	9.2164	2,56,747	31	99.9879	0.0121	0	12
	Total	1,09,46,604	80,84,810	73.8568	80,84,779	31	99.9996	0.0004	0	12



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Rath Binod Pal, Director (DIN 00092049) who retires by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,60,271	78,28,032	95.9286	78,28,032	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,28,032	95.9286	78,28,032	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	250	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	27,86,083	2,56,566	9.2088	3,952	2,52,614	1.5403	98.4596	0	0
	Poll		212	0.0076	192	20	90.5660	9.4339	0	12
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,56,778	9.2164	4,144	2,52,634	1.6138	98.3862	0	12
Total		1,09,46,604	80,84,810	73.8568	78,32,176	2,52,634	96.8752	3.1248	0	12



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Shailendra Sinha Whole Time Director (DIN 08649186) who retires by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,60,271	78,28,032	95.9286	78,28,032	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,28,032	95.9286	78,28,032	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	250	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	27,86,083	2,56,566	9.2088	3,952	2,52,614	1.5403	98.4596	0	0
	Poll		212	0.0076	192	20	90.5660	9.4339	0	12
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,56,778	9.2164	4,144	2,52,634	1.6138	98.3862	0	12
Total		1,09,46,604	80,84,810	73.8568	78,32,176	2,52,634	96.8752	3.1248	0	12



**CONSOLIDATED SCRUTINIZER'S REPORT – UNIVERSUS PHOTO IMAGINGS
LIMITED**

To,

The Chairman,
Universus Photo Imagings Limited
19TH K M Hapur Bulandshahr Road
P O Gulaothi Bulandshahr UP-245408

Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for the 10th Annual General Meeting of Universus Photo Imagings Limited held on Thursday, 30th September, 2021 at 04:30 P.M. through video conferencing ('VC') / other audio visual means ('OAVM').

Dear Sir,

- 1) The Board of the Company at its meeting held on September 04, 2021 had appointed me as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at its 10th Annual General Meeting ("AGM") in fair and transparent manner.
- 2) The Company had engaged **KFIN Technologies Private Limited ("KFIN")** as the service provider, for extending the facility of electronic voting (Remote e-voting and e-voting facility provided during the AGM) to the shareholders of the Company.
- 3) The Remote e-voting process was started on Monday, the September 27, 2021 from 09:00 A.M. and ended on Wednesday, the September 29, 2021 at 5.00 P.M.
- 4) On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses not in the employment of the company and were counted.



Deepak Kukreja



**DMK ASSOCIATES
COMPANY SECRETARIES**

- 5) I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the KFIN e-voting system.
- 6) As on September 23, 2021 the cut-off date there were 33,023 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e-voting facility provided at the 10th AGM of the Company.
- 7) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, the Rules made thereunder, relevant circulars issued by the Ministry of Corporate Affairs and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.
- 8) My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFIN.
- 9) I now submit my consolidated Report as under on the result of the remote e-voting and e-voting done during the AGM in respect of the said resolutions.

ORDINARY BUSINESS

RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider, approve and adopt

- a) **The Audited Standalone Financial Statement of the Company for the year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021 and Statement of Profit & Loss for the year ended on that date together with the Reports of Board of Directors and Auditors thereon; and**



**DMKASSOCIATES
COMPANY SECRETARIES**

- b) The Audited Consolidated Financial Statement of the Company for the year ended March 31, 2021 including the Audited Consolidated Balance Sheet as at March 31, 2021 and the Consolidated Statement of Profit & Loss for the year ended on that date together with the Reports of the Auditors thereon.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
86	8084779	99.9996

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
7	31	0.0004

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

(IV) ABSTAINED VOTES:

Number of Members who abstained from voting	No. of abstained votes
1	12

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



RESOLUTION NO. 2 – ORDINARY RESOLUTION

To appoint a Directors in place of Mr. Rathi Binod Pal, Director (DIN: 00092049) who retires by rotation and being eligible, offers himself for re-appointment.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
85	7832176	96.8752

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
9	252634	3.1248

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

(IV) ABSTAINED VOTES:

Number of Members who abstained from voting	No. of abstained votes
1	12

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



RESOLUTION NO. 3 – ORDINARY RESOLUTION

To appoint a Directors in place of Mr. Shailendra Sinha, Whole Time Director (DIN: 08649186) who retires by rotation and being eligible, offers himself for re-appointment.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
85	7832176	96.8752

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
9	252634	3.1248

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

(IV) ABSTAINED VOTES:

Number of Members who abstained from voting	No. of abstained votes
1	12

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



**DMKASSOCIATES
COMPANY SECRETARIES**

- 10) The electronic data and other relevant records relating to e -voting are under my safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

**For DMK ASSOCIATES
Company Secretaries**


(MONIKA KOHLI)
B. Com (H), FCS, LL.B. I.P.
PARTNER

FCS 5480, C P 4936
UDIN : F005480C001063548
Peer Review No. 779/2020



Date : 01.10.2021
Place : New Delhi



SIGNED BY
Suresh Kumar
Company Secretary & Compliance Officer



10TH ANNUAL GENERAL MEETING (AGM) OF
UNIVERSUS PHOTO IMAGINGS LIMITED

Dear Sir/Madam,

The 10th Annual General Meeting (AGM) Of Universus Photo Imagings Limited held Today i.e. Thursday, September 30, 2021 at 16:30 P.M through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

Mr. Suresh Kumar, Company Secretary, introduced Mr. R. K Pandey, Chairman of the Board and all persons as mentioned hereunder:

- i. Directors attending the Meeting through VC/OAVM from their respective locations.
- ii. Members of the Senior Management attending the Meeting from their respective locations.
- iii. Statutory Auditors and Secretarial Auditors attending the Meeting from their respective locations.
- iv. The Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee were also present in the Meeting.

Thereafter Mr. R.K Pandey, Chairman and Independent Director of the Company occupied the Chair to preside over the meeting.

The Chairman called the Meeting to order as the requisite quorum was present and asked Company secretary to take the meeting forward.

The Company Secretary informed the Members that in terms of the provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and rules made thereunder and as per relevant MCA Circulars, the Company had provided Remote e-voting facility to its Members to cast their votes electronically on all the resolutions set out in the Notice. Further, the Company had also provided e-voting facility to cast their votes during the AGM to enable those Members who had not cast their vote earlier through Remote e-voting.

Further Company had made available all that the applicable statutory registers / documents as required for inspection electronically.

Since, the Notice convening the 10th AGM was circulated earlier, the resolutions to be passed in the meeting were taken as read.

The following items of business, as per the Notice of 10th AGM dated September 30, 2021 were read out during the meeting and members who have not voted earlier have been facility to cast their votes at **KFintech** platform.



ORDINARY BUSINESS:

1. To receive, consider and adopt
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021 and the Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 including the Audited Consolidated Balance Sheet as at March 31, 2021 and the Consolidated Statement of Profit & Loss for the year ended on that date together with the Reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Rathi Binod Pal, Director (DIN: 00092049) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Shailendra Sinha, Whole Time Director (DIN: 08649186) who retires by rotation and being eligible, offers himself for re-appointment.

The Company Secretary further informed that there were no qualifications, observations or adverse comments on financial statements and matters, which have any material bearing on the functioning of the Company.

It was also informed to the Members that Mrs. Monika Kohli, Practicing Company Secretary (FCS No-5480 & CP No -4936), partner of M/s DMK Associates, was appointed as the Scrutinizer for scrutinizing the remote e-voting process and the e-voting process during the proceedings of the Meeting in a fair and transparent manner.

Thereafter Mr. R. K Pandey Chairman of the Board was requested to give his speech and he delivered his speech to the members attending the meeting through video conferencing.

Total 62 members have attended the Annual General Meeting as per the records of attendance.

Following are the list of Speakers registered with the company:

Regn.No	Folio	Holder	Shares
1	1201250000010241	ASPI BAMANSHAW BHESANIA	20
2	1206780000017638	BHARATI SARAF	1
3	1201060001394103	URVIJA BHAVESHBHAI SHAH	8000
4	1208160011501334	Priyansh Lakhotia	1416

Queries raised by the Speakers were replied by the Executives of the company and if any unanswered query, the same will be replied on mail.

Thereafter the Chairman asked Mrs. Monika Kohli, Practicing Company Secretary, appointed as Scrutinizer to explain the voting process and declaration of Result.



The Scrutinizer explained about voting process and informed the members that voting results (remote e-voting and e-voting) on all the resolutions as set out in the Notice of AGM along with Scrutinizer's Report shall be submitted separately within 48 hours form the conclusion of this meeting.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 5:20 P.M.

**Thanking You,
For Universus Photo Imagings Limited.**

Suresh Kumar

**Suresh Kumar
Company Secretary
ACS: 41503**

